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FCRM PTO-1595
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)



EET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

100731731

To the Honorable Commissioner of Patents and Trademarks, please return the attached original documents or copy thereof.

1. Name of conveying parties:

James R. Athon

Gerald M. Fowler

Additional name(s) & party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: Breed Automotive Technology, Inc.

Internal Address: _____

Street Address: _____

P.O. Box 33050

City: Lakeland State: FL Zip: 33807

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger

Security Agreement Change of Name

Other _____

Execution Date: May 7, 1998

4. Application number(s) or patent number(s): 440

If this document is being filed together with a new application, the execution date of the application is: May 8, 1998

A. Patent Application No.(s)
09/

B. Patent No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Markell Seitzman

Internal Address: _____

Street Address: _____

7000 Nineteen Mile Road

City: Sterling Hts. State: MI Zip: 48314

6. Total number of applications and patents involved:

1

7. Total fee (37 CFR 3.41)\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

02-3576

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Markell Seitzman

Name of Person Signing

Markell Seitzman
Signature

May 8, 1998

Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to
Commissioner of Patents & Trademarks, Box Assignment
Washington, D.C. 20231

10541 U.S. PTO
09/075499

09075499
0000045 023576
36/05/1998 JMR/KJNS
40.00 CH
FC:561

ASSIGNMENT

Assignment before issue of Letters Patent

Breed File No. 440

WHEREAS, **James Ray Athon and Gerald M. Fowler**
(hereinafter "Assignor") have invented certain new and useful improvements in

Air Bag Module

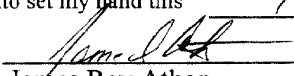
(hereinafter "invention") for which Assignor is making or has made application for LETTERS PATENT OF
THE UNITED STATES, which application has been duly executed by Assignor on
the day(s) and date(s) of these presents.

AND WHEREAS, Breed Automotive Technology, Inc., a corporation organized and existing under the laws of
the State of Delaware, U.S.A., having a place of business at 5300 Old Tampa Highway, Lakeland, County of Polk, State of
Florida, United States of America, hereinafter called the Assignee, is desirous of acquiring the entire right, title and interest
in and to said invention within the United States of America and its territorial possessions and all foreign countries and any
United States or foreign LETTERS PATENT that may be granted therefor.

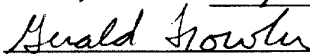
NOW, THIS INDENTURE WITNESSETH, that for good and valuable considerations, the receipt whereof is
hereby acknowledged, Assignor has assigned, sold and transferred, and does hereby assign, sell and transfer to the said
Assignee the entire right, title and interest in and to the said invention, within the United States of America and its
territorial possessions and all foreign countries and in and to any LETTERS PATENT of the United States and foreign
countries, including utility models, inventor's certificates and like government grants, and all divisions, reissues,
continuations and extensions thereof that may be granted therefor, and the right to apply for LETTERS PATENT in
foreign countries with full benefit of such priorities as may now or hereafter be granted to Assignor by local laws or by
treaty, including any international convention, for the protection of industrial property, together with the right to extend the
protection of said U.S. LETTERS PATENT to the various territorial possessions now owned or which may be hereafter
acquired by the United States of America, all said rights to be held and enjoyed by the Assignee for its own use and
benefit, and for the use and benefit of its successors or assigns, to the full end of the term for which said LETTERS
PATENT may be granted, as fully and entirely as the same would have been held and enjoyed by Assignor if this
assignment and sale had not been made. And Assignor does hereby request and authorize the Commissioner of Patents
and Trademarks, U.S.A., to issue said U.S. LETTERS PATENT, when granted, in accordance with this assignment.

Assignor further covenants and agrees with the Assignee that Assignor has a full and unencumbered title to the
invention hereby assigned, which title Assignor warrants unto the Assignee, and Assignor further agrees that Assignor will,
without demanding any further consideration therefor, at the request but at the expense of the Assignee, do all lawful and
just acts, including the execution and acknowledgment of instruments, that may be or become necessary for obtaining,
sustaining, extending, reissuing or reexamining United States and foreign LETTERS PATENT or the like for the said
invention, and for maintaining and perfecting the Assignee's right to said invention and LETTERS PATENT particularly
in cases of interference, conflict, opposition and litigation.

IN TESTIMONY WHEREOF, I have hereunto set my hand this 7 day of May, 19 98


James Ray Athon

IN TESTIMONY WHEREOF, I have hereunto set my hand this 7 day of May, 19 98

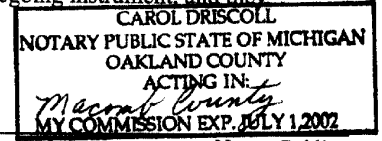

Gerald M. Fowler

IN TESTIMONY WHEREOF, I have hereunto set my hand this _____ day of _____, 19 _____

STATE OF Michigan)
) ss.:
COUNTY OF Macomb)

On this 7th day of May, 19 98 before me personally appeared
James Ray Athon and Gerald M. Fowler

to me known and known to me to be the individual(s) described in and who executed the foregoing instrument, and they
acknowledged to me that they executed the same.



[SEAL]

Carol Driscoll

Notary Public

My commission expires: July 1, 2002

STATE OF _____)
) ss.:
COUNTY OF _____)

On this _____ day of _____, 19 _____ before me personally appeared

to me known and known to me to be the individual _____ described in and who executed the foregoing instrument,
and _____ he _____ acknowledged to me that _____ he _____ executed the same.

[SEAL]

Notary Public

My commission expires:

STATE OF _____)
) ss.:
COUNTY OF _____)

On this _____ day of _____, 19 _____ before me personally appeared

to me known and known to me to be the individual _____ described in and who executed the foregoing instrument,
and _____ he _____ acknowledged to me that _____ he _____ executed the same.

[SEAL]

Notary Public

My commission expires: